



**BellSouth Telecommunications, Inc.**  
Suite 2101  
333 Commerce Street  
Nashville, Tennessee 37201-3300

615 214-6301  
Fax 615 214-7406

REC'D TN  
REGULATORY AUTH.

99 APR 16 AM 9 29

April 12, 1999  
OFFICE OF THE  
EXECUTIVE SECRETARY

**Guy M. Hicks**  
General Counsel

Mr. David Waddell  
Executive Secretary  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, Tennessee 37243-0505

Re: Approval of the Amendment to the Resale Agreement Negotiated by BellSouth Telecommunications, Inc. and Tennessee Phone Service, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.  
Docket No. ~~99-00084~~ 99-00260

Dear Mr. Waddell:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Tennessee Phone Service, Inc. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and thirteen copies of the attached Petition for Approval of the Amendment to the Resale Agreement dated July 8, 1997.

Sincerely yours,

TENNESSEE PHONE SERVICE, INC.

BELLSOUTH TELECOMMUNICATIONS, INC.

BY: \_\_\_\_\_

Michael Sullivan  
4918 Charlotte Pike  
Nashville, TN 37209  
President of TPS

BY: \_\_\_\_\_

Guy M. Hicks  
333 Commerce Street, Suite 2101  
Nashville, TN 37201-3300  
Attorney for BellSouth

04/15/99 15:03

NO. 731 P202/005



BellSouth Telecommunications, Inc. 615 214-6301  
Suite 2101 Fax 615 214-7406  
333 Commerce Street  
Nashville, Tennessee 37201-3300

Guy M. Hicks  
General Counsel

April 12, 1999

Mr. David Waddell  
Executive Secretary  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, Tennessee 37243-0505

Re: Approval of the Amendment to the Resale Agreement Negotiated by BellSouth Telecommunications, Inc. and Tennessee Phone Service, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.  
Docket No. 99-00084

Dear Mr. Waddell:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Tennessee Phone Service, Inc. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and thirteen copies of the attached Petition for Approval of the Amendment to the Resale Agreement dated July 8, 1997.

Sincerely yours,

TENNESSEE PHONE SERVICE, INC.

BELLSOUTH TELECOMMUNICATIONS, INC.

BY:

A handwritten signature in cursive script that reads "Michael Sullivan".

Michael Sullivan  
4918 Charlotte Pike  
Nashville, TN 37209  
President of TPS

BY:

A handwritten signature in cursive script that reads "Guy M. Hicks".

Guy M. Hicks  
333 Commerce Street, Suite 2101  
Nashville, TN 37201-3300  
Attorney for BellSouth

BEFORE THE TENNESSEE REGULATORY AUTHORITY  
Nashville, Tennessee

In re: *Approval of Amendment to the Resale Agreement Negotiated by BellSouth Telecommunications, Inc. and Tennessee Phone Service, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. ~~99-00084~~

99-00260

**PETITION FOR APPROVAL OF AMENDMENT TO THE RESALE  
AGREEMENT NEGOTIATED BETWEEN BELL SOUTH  
TELECOMMUNICATIONS, INC.  
AND TENNESSEE PHONE SERVICE, INC.  
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996**

COME NOW, Tennessee Phone Service, Inc. ("TPS") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Resale Agreement dated July 8, 1997 (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, TPS and BellSouth state the following:

1. TPS and BellSouth have successfully negotiated an agreement providing for the resale of BellSouth's telecommunications services to TPS. The Resale Agreement was approved by the Tennessee Regulatory Authority ("TRA") by Order dated August 7, 1998.
2. The parties have also recently signed an amendment to the Resale Agreement which amends the Agreement to reflect TPS' change of name from Tennessee Phone Service to Tennessee Phone Service, Inc. A copy of the Amendment is attached hereto and incorporated herein by reference.

3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, TPS and BellSouth are submitting their Amendment to the TRA for its consideration and approval.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between TPS and BellSouth within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.

5. TPS and BellSouth aver that the Amendment is consistent with the standards for approval.

TPS and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 12<sup>th</sup> day of April, 1999.

Respectfully submitted,

TENNESSEE PHONE SERVICE, INC.

BELLSOUTH TELECOMMUNICATIONS, INC.

By: \_\_\_\_\_

Michael Sullivan  
4918 Charlotte Pike  
Nashville, TN 37209  
President of TPS

BY: \_\_\_\_\_

Guy M. Hicks  
333 Commerce Street, Suite 2101  
Nashville, TN 37201-3300  
Attorney for BellSouth

04/15/99 16:03

NO. 731 P004/005

3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, TPS and BellSouth are submitting their Amendment to the TRA for its consideration and approval.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between TPS and BellSouth within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.

5. TPS and BellSouth aver that the Amendment is consistent with the standards for approval.

TPS and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 12<sup>th</sup> day of April, 1999.

Respectfully submitted,

TENNESSEE PHONE SERVICE, INC.

BELLSOUTH TELECOMMUNICATIONS, INC.

By:

*Michael Sullivan*

BY:

Michael Sullivan  
4918 Charlotte Pike  
Nashville, TN 37209  
President of TPS

*Guy M. Hicks*  
Guy M. Hicks  
333 Commerce Street, Suite 2101  
Nashville, TN 37201-3300  
Attorney for BellSouth

AMENDMENT TO RESALE AGREEMENT BETWEEN  
TENNESSEE PHONE SERVICE AND  
BELLSOUTH TELECOMMUNICATIONS, INC. DATED JULY 7, 1997

This Amendment ("Amendment") is made as of the date both parties have signed, to that certain Resale Agreement ("Resale Agreement") between BellSouth Telecommunications, Inc. ("BST") and Tennessee Phone Service ("Tennessee Phone"), hereinafter referred to collectively as the "Parties", dated July 7, 1997.

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Pre-Cell and BellSouth hereby covenant and agree as follows:

1. The Resale Agreement is hereby amended reflect Tennessee Phone's change of name from Tennessee Phone Service to Tennessee Phone Service, Inc.
2. All other terms and conditions of the Resale Agreement shall remain in full force and effect.
3. The Parties further agree that either or both of the Parties is authorized to submit this Amendment to the appropriate Public Service Commissions for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties have executed this Amendment through their authorized representatives.

**BellSouth Telecommunications, Inc.**

BY: \_\_\_\_\_

Signature

NAME: Jerry Hendrix  
Printed Name

TITLE: Director

DATE: 2/27/99

**Tennessee Phone Service, Inc.**

BY: \_\_\_\_\_

Signature

NAME: Michael Sullivan  
Printed Name

TITLE: President

DATE: 1-27-99